

Edgar Filing: SMYE MARTI D - Form 4

SMYE MARTI D
Form 4
March 08, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

Check box if no longer subject of Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person 1

Smye Marti D.

(Last) (First) (Middle)

1818 Market Street, 33rd Floor

(Street)

Philadelphia PA 19103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Right Management Consultants, Inc. (RMCI)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

February 2002

5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person to Issuer
(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

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[X] Form filed by one Reporting Person
 [] Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/ Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)
		Code	V	Amount	or (D)	Price	
Common Stock	2/19/02	M		2,250	A	\$6.86	
Common Stock	2/19/02	S		6,795	D	\$21.86	0

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the Reporting Person.
 * If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Potential persons who are to respond to the collection of information covered by this form are not required to respond unless the form displays a currently valid OMB control number.

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

2. Conversion	5. Number of	7. Title and Amount
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1. Title of Derivative Security (Instr. 3)	or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Nonqualified Stock Options	\$6.86	2/19/02	M	2,250	01/11/00 01/10/09	RMCI Common Stock	2,250
Nonqualified Stock Options (1)	\$16.14	1/04/02	A	7,500	01/04/03 01/03/13	RMCI Common Stock	7,500

Explanation of Responses:

(1) These stock options vest over a three year period. One third becomes exercisable each year, beginning with a year from the grant date 1-4-02.

/s/ Marti D. Smye

3/8/02

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

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